

0-339A019

HELM
FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

RECORDATION NO. 16575-A FILED 1475

DEC 5 1990 -2:20 PM

INTERSTATE COMMERCE COMMISSION

December 3, 1990

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is an Amendment 1 to Lease of Railroad Equipment dated August 2, 1989.

Please file this supplement as ICC Recordation 16575-A. The filing fee of \$15 is enclosed. Thank you.

Sincerely,

Karen Rahnasto

Karen Rahnasto
Fleet Operations Administrator

KR:po
Enclosures

DEC 5 2 15 PM '90
MOTOR OPERATING UNIT

Interstate Commerce Commission
Washington, D.C. 20423

12/5/90

OFFICE OF THE SECRETARY

Karen Rahnasto
Helm Financial Corporation
One Embarcadero Center
San Francisco, California 94111

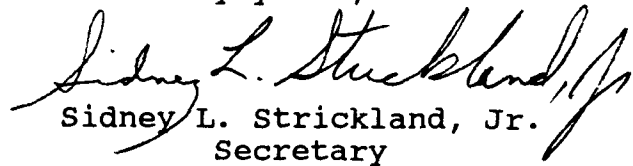
Dear

Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/5/90 at 2:20pm, and assigned recordation number(s).

16575-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

250/4

16575A

DEC 5 1990 -2 20 PM
INTERSTATE COMMERCE COMMISSION

AMENDMENT 1

TO

LEASE OF RAILROAD EQUIPMENT

DATED AUGUST 2, 1989

KANSAS CITY SOUTHERN RAILWAY COMPANY ("Lessee") and HELM FINANCIAL CORPORATION ("Lessor") have heretofore entered into a Lease of Railroad Equipment dated August 2, 1989 ("Lease"), covering one hundred ten (110) ballast cars.

The parties wish to amend the Lease to reflect the following changes:

Paragraph 3, part one, shall be deleted and replaced in its entirety as follows:

3. Rentals. Lessee shall pay to Lessor as rental for the Units an amount of [REDACTED] per Unit per year ("Lease Charges"). Rent shall become effective, with regard to each of the Units, upon acceptance by Lessee pursuant to the Certificate of Acceptance attached hereto as Annex B, and shall continue in effect, with regard to each of the Units, until returned to Lessor at the end of the term of this Lease, as hereafter provided in Paragraph 11. Payment of Lease Charges shall be made annually, in advance, to Lessor at the address specified in Paragraph 17 with the first year's payment due on the Effective Date, all as hereafter defined in Paragraph 4. Rent for any Unit for any partial year shall be pro-rated on a daily basis. Any cost incurred by Lessor in collecting Lease Charges wrongfully withheld by lessee, including reasonable attorney's fees, will be paid by Lessee.

Executed in four (4) original counterparts as of this 30 day of September, 1990.

KANSAS CITY SOUTHERN
RAILWAY COMPANY

By: [Signature]

Title: ACTING CHIEF OPERATING OFFICER

HELM FINANCIAL
CORPORATION

By: [Signature]

Title: President

10:10 AM 10/10/90

LEGAL INSTRUMENT

lcasce\KCSRC.AMP

[Signature]

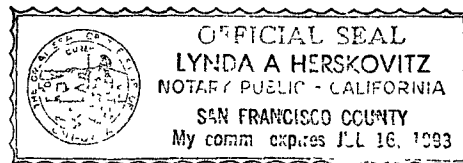
STATE OF CALIFORNIA)
) 5
COUNTY OF SAN FRANCISCO)

On this 29th day of NOVEMBER, 1990, before me personally appeared RICHARD C. KIRCHNER to me personally known, who, being by me duly sworn, says that he is PRESIDENT of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynda A. Herskovitz
Notary Public

My commission expires: July 16, 1993

(Notarial Seal)



STATE OF MISSOURI)
) 5
COUNTY OF JACKSON)

On this 13th day of November, 1990, before me personally appeared L.R. Parsons to me personally known, who, being by me duly sworn, says that he is Acting Chief Operating Officer of KANSAS CITY SOUTHERN RAILWAY COMPANY, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Martha Mueller
Notary Public

My commission expires: May 17, 1993
MARSHA MUELLER
NOTARY PUBLIC STATE OF MISSOURI
CLAY COUNTY
COMMISSION EXP. MAY 17, 1993

(Notarial Seal)

leases/KCSRC/AMD1